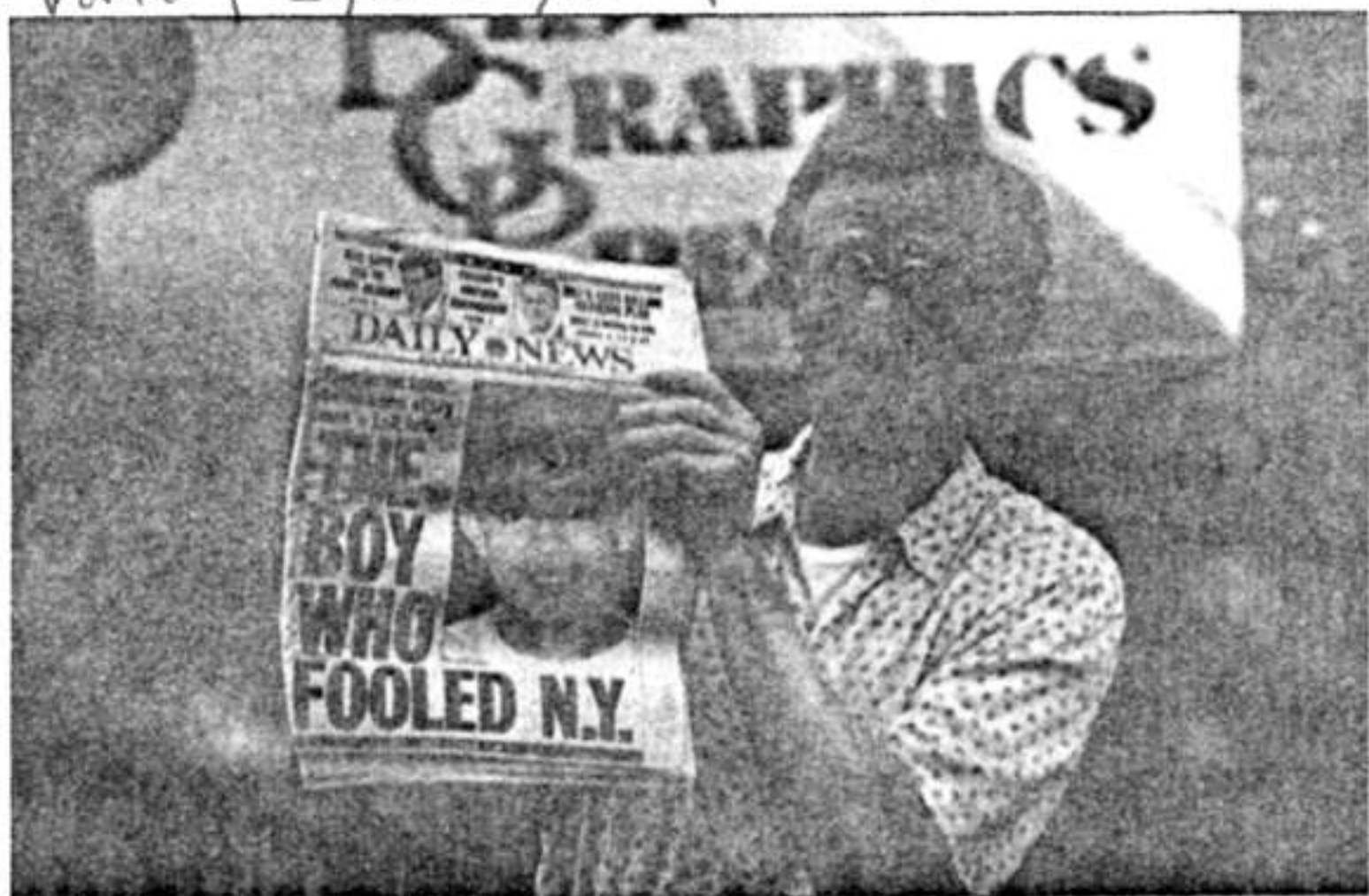


Document Citation

Title	Film : 'Crooks' steals laughs
Author(s)	Todd McCarthy
Source	<i>Variety</i>
Date	2000 May 15
Type	review
Language	English
Pagination	25, 34
No. of Pages	2
Subjects	
Film Subjects	Small time crooks, Allen, Woody, 2000



TOUGH COOKIE: Woody Allen stars in "Small Time Crooks," a DreamWorks release of pic written and directed by Allen.

SMALL TIME CROOKS

A DreamWorks release of a Sweetland Films presentation of a Jean Doumanian production. Produced by Doumanian. Executive producer, J.E. Beaucaire. Co-producer, Helen Robin. Co-executive producers, Jack Rollins, Charles H. Joffe, Letty Aronson.

Directed, written by Woody Allen. Camera (Duart color, Technicolor prints), Zhao Fei; editor, Alisa Lepselter; production designer, Santo Loquasto; art director, Tom Warren; set decorator, Jessica Lanier; costume designer, Suzanne McCabe; sound (Dolby Digital/DTS), Gary Alper; supervising sound editor, Robert Hein; assistant director, Richard Patrick; casting, Juliet Taylor, Laura Rosenthal. Reviewed at Aidikoff screening room, Beverly Hills, May 3, 2000. MPAA Rating: PG. Running time: 94 MIN.

Ray Winkler Woody Allen
 Frenchy Winkler Tracey Ullman
 Tommy Tony Darrow
 David Hugh Grant
 George Blint George Grizzard

Benny Jon Lovitz
 May Elaine May
 Denny Michael Rapaport
 Chi Chi Potter Elaine Stritch

'CROOKS' STEALS LAUGHS

By TODD McCARTHY

After a first half-hour that's as lowbrow as anything Woody Allen has done, "Small Time Crooks" evolves into a pretty funny satire of the divide between the cultural poseurs and adamant anti-intellectuals. Breezy, enjoyable romp gratifyingly zigzags in directions that aren't apparent at the outset and features some intriguingly personal subtext for longtime Woody watchers. The writer-director's final picture with producer Jean Doumanian has a bit more commercial potential than his norm, although the DreamWorks release is not likely to last too long up against the heavyweight early summer competition.

Viewers who have been complaining for years about Allen's continued insistence upon casting himself opposite very young women will be pleased to note that here he's acting more his age, pairing himself opposite Tracey Ullman and Elaine May.

And it may strike anyone who's seen Barbara Kopple's Woodman

documentary, "Wild Man Blues," that his and Ullman's old married couple — a defiantly noncultured fellow and his upwardly mobile wife — are probably based, at least in part, on Allen's parents.

Initially, however, "Crooks" seems aimed at the lowest common denominator — someone like Allen's character Ray Winkler, an aging loser and ex-con who wears ridiculous shorts and sneakers and concocts a crazy plan to rent a former pizza joint and tunnel underneath to rob the bank down the street.

As a front, Ray and his yenta wife, Frenchy (Ullman), a former "exotic dancer," open a cookie store that unexpectedly becomes a New York sensation.

But just when you begin to fear that this innocuous little caper plot is going to take up the entire picture, Frenchy's dense cousin May (as in Elaine) blithely mentions the tunneling to a cop, who has one word for Ray when he catches him: "franchise." A year later, Sunset Cookies has taken over the country, the Winklers are Manhattan's latest multimillionaires, and Frenchy is poised to make her

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SMALL TIME CROOKS

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move into high society.

Over Ray's objections, Frenchy throws a big dinner party at their new apartment, which has been decorated to a vulgar fare-thee-well. Failing to impress the opera-and-art crowd, Frenchy nonetheless latches onto elegant English art dealer David (Hugh Grant), whom she pays to educate her in the finer things in life.

So while Ray sits home watching TV, playing poker or dreaming about the day they'll finally move to Miami, which is what they intended to do if they cracked the bank, Frenchy gallivants around with David to museums, avant-garde dances, great book discussions and fancy restaurants. Frenchy even allows herself to imagine that a romance might be possible with the oh-so-suave tutor; about an hour in, the film takes a slightly serious turn as it raises issues of infidelity, people outgrowing one another, the influence of money and lowbrow vs. highbrow pursuits.

When Ray finally can't take it anymore, Frenchy is more than generous with him, giving her constantly kvetching old hubby 50% of her business before flying off to Venice with David, who has cynically decided that Frenchy holds the key to his fortune;

at the same time, Ray and May start spending most of their time together, although what the future might hold for them is rather less clear.

A rude surprise throws a monkey wrench into everyone's plans, however, and pic's third act is devoted to a farcical heist staged at one of Allen's patented upscale New York parties.

As with many of the writer-director's recent films, at least one more pass on the script would have been welcome; some of the low comedy is mighty low indeed, and the dialogue could have been sharpened all the way through. Not enough of the many supporting characters pop out of the background, and some of the scenes feel too casually tossed off when some added attention would have sharpened the edge.

But "Small Time Crooks" still satisfies in the way it moves from flat-out comedy to more multilayered storytelling, especially where it treats what Allen clearly views as the unbridgeable gap between "sophisticated" culture and the simpler pleasures.

The fact that Allen himself plays the lowlife adds an intriguing element to the mix, and the provocation provided by Frenchy's upwardly mobile pretensions for once justifies his many harangues, which have been annoying elements in some of his recent work.

Allen's most enjoyable performance in years may also have been spurred by working opposite Ullman, who is wonderful as the homely housewife who gets off putting on airs. Long absent from the screen as an actress, May is endearingly odd, while Grant has no trouble with the only other major role, that of the educated aesthete who's just as scummy at heart as anyone else.

Allen's second film in a row shot by Chinese lenser Zhao Fei, pic is drenched in amber hues and enjoys helmer's usual crisp pace and soundtrack of pop standards.